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NATIONAL AGRICULTURAL HOLDINGS LIMITED

國農控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1236)

CLARIFICATION ANNOUNCEMENT

Reference is made to the announcement of National Agricultural Holdings Limited (the “**Company**”) on 14 August 2014 regarding the placing of new shares under specific mandate and subscription of new shares under specific mandate (the “**Announcement**”). Capitalised terms used herein shall have the same meanings as ascribed to them in the Announcement.

The Company noted a typographical error in the Announcement and wishes to make the following clarification:

On page 9 of the Announcement, point (ii) of the use of proceeds should be read as follows with the change underlined:

“(ii) approximately 60% for the development of the agricultural products trading business in cooperation with Guangzhou Commodity Exchange Limited (廣州商品交易所有限公司) (“**Guangzhou Commodity Exchange**”), including the acquisition of land and/or warehouse(s) and the renovation of warehouses for the storage of agricultural products, establishment of two trading centres for trading of agricultural products and rural land property rights, and the development of online transaction management system for the trading platforms (for further information of the Guangzhou Commodity Exchange, please refer to the announcement of the Company dated 4 June 2014)”.

In addition to the information disclosed in the Announcement, the Company would like to disclose that the entering into of the Subscription Agreement by Parko (Hong Kong) Limited, a controlling shareholder of the Company, would not be treated as a dealing by Mr. Chen Li-Jun, an executive Director, for the purposes of Part XV of the Securities and Futures Ordinance due to his interest in an associated corporation of the Company, and therefore would not be subject to the restrictions under the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules.

By order of the Board
National Agricultural Holdings Limited
Chen Li-Jun
Chairman

Hong Kong, 15 August 2014

As at the date of this announcement, the Board comprises six executive Directors, being Mr. Chen Li-Jun, Mr. Ren Hai, Mr. Peng Guojiang, Mr. Zhang Yuliang, Ms. Wen Yuanyi and Mr. Liu Yong, and four independent non-executive Directors, being Ms. Chiu Kam Hing Kathy, Mr. Ting Tit Cheung, Mr. Shum Wan Lung and Mr. Law Yee Kwan Quinn.